

MAY 31 '11 -8 00 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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May 31, 2011

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S W
Washington, D C 20423

Dear Section Chief.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release of Security Interest, dated as of May 24, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to the Security Agreement previously filed with the Board under Recordation Number 29555.

The name and address of the party to the enclosed document are:

Secured Party	Bank of America, N A
	550 Main Avenue
	Knoxville, TN 37902

Chief, Section of Administration
May 31, 2011
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A description of the railroad equipment covered by the enclosed document
is:

3 locomotives: NCYR 2068, 6528 and 9657.

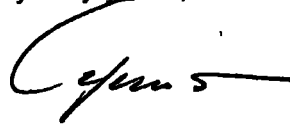
A short summary of the document to appear in the index is.

Partial Release of Security Interest

Also enclosed is a check in the amount of \$41.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

MAY 31 '11 -8 00 AM

PARTIAL RELEASE OF SECURITY INTEREST

SURFACE TRANSPORTATION BOARD

This Partial Release of Security Interest, dated as of May 24, 2011, is made by Bank of America, N. A., as Secured Party (the "Bank").

WHEREAS, Bank is the Secured Party described in that certain Security Agreement dated as of November 30, 2010 between Bank, as Secured Party, and Gulf & Ohio Railways, Inc., Conecuh Valley Railroad Co., Inc., Knoxville & Holston River Railroad Co., Inc., Knoxville Locomotive Works, Inc., KLWX, Inc., Laurinburg & Southern Railroad Co., Inc., Piedmont & Atlantic Railroad Co., d/b/a Yadkin Valley Railroad, Rocky Mount & Western Railroad Co., Inc. d/b/a Nash County Railroad, Tennessee Railcar Service, Inc., Three Notch Railroad Co., Inc., Three Rivers Rambler, Inc., Towerfall, Inc., Wiregrass Central Railroad Company, Inc., Lancaster & Chester Railroad, LLC, and Lancaster Leasing & Maintenance Co., Inc., as the Pledgors," which was recorded at the Surface Transportation Board on December 1, 2010 at 1:10 pm under Recordation No. 29555 for all equipment now owned or hereafter acquired, including the Equipment identified in the Exhibit attached hereto (the "Equipment"); and

WHEREAS, as of the date hereof, all amounts due under the Security Agreement with respect to the Equipment have been paid in full.

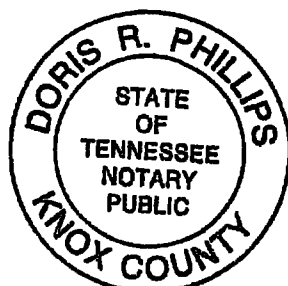
NOW THEREFORE, For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Bank has released and discharged, and by these presents hereby terminates said Security Agreement with respect to the Equipment, and releases and discharges the Equipment from all liens held by Bank created or described in said agreement and any renewals or extensions thereof.

BANK OF AMERICA, N. A.

By: [Signature]
Title: Senior Vice President

STATE OF TENNESSEE)
) ss.
County of Knox)

On this 24th day of May 2011, before me, Doris R Phillips, the undersigned Notary Public, personally appeared JOHN M HALL personally known to me to be the person who executed the within instrument as SE VICE PRESIDENT on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.



[Signature]
Notary Public for STATE OF TN
My Commission expires OCT 4, 2014

EXHIBIT

EQUIPMENT RELEASED FROM THE SECURITY AGREEMENT

1. Locomotive NCYR 2068
2. Locomotive NCYR 6528
3. Locomotive NCYR 9657

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 5/31/11



Robert W. Alvord